

RESOLUTION NO. 2009 - 15

**RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF
WARRICK, INDIANA, APPROVING CERTAIN MATTERS IN CONNECTION
WITH THE AMENDING OF THE SECOND AMENDED AND RESTATED
EPWORTH ROAD CORRIDOR ECONOMIC DEVELOPMENT PLAN**

WHEREAS, the Warrick County Redevelopment Commission (the "Commission"), the governing body of the Warrick County Department of Redevelopment, on September 17, 2009, approved and adopted its Resolution No. 2009-5 entitled "A Declaring Resolution of the Warrick County Redevelopment Commission Amending the Epworth Road Corridor Economic Development Plan to Add a Project" (the "Original Amending Resolution"); and

WHEREAS, the Commission, on October 15, 2009, approved and adopted its Resolution No. 2009-7 entitled "Amended and Restated Declaring Resolution of the Warrick County Redevelopment Commission Amending the Epworth Road Corridor Economic Development Plan to Add a Project" amending and restating the Original Amending Resolution in order to remove any reference to the development of a "Medical District" (the "Amending Resolution"), a copy of which is attached hereto as Exhibit A; and

WHEREAS, the Amending Resolution adopts and approves a Second Amendment to the Epworth Road Corridor Economic Development Plan entitled "Second Amended and Restated Economic Development Plan, Warrick County Economic Development Area, Epworth Road Corridor" (the "Amended Plan") in order to add Project 4 to the Amended Plan; and

WHEREAS, pursuant to Section 16 of I.C. 36-7-14 (the "Act") the Warrick County Area Plan Commission (the "Plan Commission") adopted its Resolution 2009-14 on October 19, 2009 (the "Approving Resolution"), attached as Exhibit B, issuing its written order approving the Amended Resolution; and

WHEREAS, the Commission has submitted the Amending Resolution to this Board of Commissioners for the County of Warrick, (the "Board") for approval.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the County of Warrick, as follows:

1. The Amending Resolution of the Commission, adopting and approving the Second Amendment to the Amended Plan, is in all respects approved, ratified, and confirmed.
2. The Approving Resolution, adopted by the Plan Commission approving the Amending Resolution is in all respects approved.

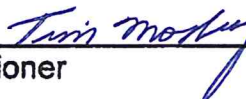
3. This Resolution shall be in full force and effect from and after its adoption by the Board.

PASSED, ISSUED, AND APPROVED by the Board of Commissioners of the County of Warrick, Indiana, this 26th day of October, 2009.

BOARD OF COMMISSIONERS OF
THE COUNTY OF WARRICK, INDIANA


Commissioner


Commissioner


Commissioner

ATTEST:


Warrick County Auditor

RESOLUTION NO. 2009 - 7

**AMENDED AND RESTATED
DECLARING RESOLUTION OF THE WARRICK COUNTY
REDEVELOPMENT COMMISSION AMENDING THE EPWORTH ROAD
CORRIDOR ECONOMIC DEVELOPMENT PLAN TO ADD A PROJECT**

WHEREAS, the Warrick County Redevelopment Commission (the "Commission"), the governing body of the Warrick County Department of Redevelopment, exists and operates pursuant to Indiana Code §§ 36-7-14-1 *et seq.*, as amended from time to time (the "Act"); and

WHEREAS, pursuant to Resolution No. 2004-1, adopted on February 19, 2004, as confirmed by Resolution No. 2004-3, adopted on May 20, 2004 (collectively, the "Original Resolution"), the Commission has declared certain real estate in the Warrick County Redevelopment District (the "District"), known as the Warrick County Economic Development Area Epworth Road Corridor Area (the "Original Area"), to be an Economic Development Area and established a coterminous "allocation area" within the meaning of Section 39 of the Act; and

WHEREAS, pursuant to the Original Resolution, the Commission has adopted an Economic Development Plan for the Original Area (the "Original Plan"), the purpose of which is to benefit the public health and welfare of the citizens of the County of Warrick, Indiana (the "County"); and

WHEREAS, pursuant to Resolution No. 2004-9, adopted on September 16, 2004, the Commission approved and adopted an Amended and Restated Economic Development Plan for the Original Area (the "Amended and Restated Plan"), the purpose of which is to reimburse the costs of improvements to the sewer system owned and operated by the Town of Newburgh, Indiana, which serves the Original Area; and

WHEREAS, pursuant to Resolution No. 2005-8, adopted June 16, 2005, the Commission approved and adopted an amendment to the Amended and Restated Plan (the "First Amendment to the Amended and Restated Plan"), the purpose of which is to provide for the payment of engineering, surveying, and other preliminary costs related to the possible widening of Oak Grove Road between Epworth Road and the Warrick/Vanderburgh County line, which serves the Original Area; and

WHEREAS, pursuant to Resolution No. 2005-7, adopted November 17, 2005, the Commission approved and adopted a second amendment to the Amended and Restated Plan (the "Second Amendment to the Amended and

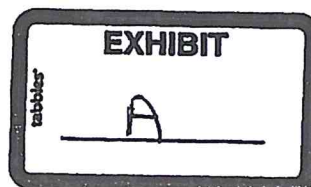


Exhibit A
page 1 of 6

Restated Plan"), the purpose of which was to expand the Original Area (the "First Expansion Area") by an amount not more than 20% of the Original Area (the Original Area and the First Expansion Area collectively shall hereinafter be referred to as the "Area") and designated the First Expansion Area an "allocation area" within the meaning of Section 39 of the Act; and

WHEREAS, pursuant to Resolution No. 2007-03, adopted on February 15, 2007, as confirmed by Resolution No. 2007-4, adopted on April 19, 2007, the Commission approved and adopted a Second Amended and Restated Economic Development Plan (the "Second Amended and Restated Plan"), the purpose of which is to expand the Area ("Second Expansion Area") by an amount more than twenty percent (20%) of the Area (the Area and Second Expansion Area collectively shall hereinafter be referred to as the "Area") and designated the Second Expansion Area an "allocation area" within the meaning of Section 39 of the Act, and further amending by adding certain projects thereto, including the expansion of Vann Road west to Epworth Road and the expansion of Grimm Road north to Oak Grove Road (collectively, "Project 1") and improvements to the Town of Chandler, Indiana water system consisting of a seven hundred fifty thousand (750,000) gallon pedestal water tower ("Project 2"); and

WHEREAS, pursuant to Resolution No. 2008-09, adopted on May 15, 2008, the Commission approved and adopted an amendment to the Second Amended and Restated Plan, the purpose of which was to add Project 3 to the Second Amended and Restated Plan ("First Amendment"); and

WHEREAS, the Commission adopted Resolution No. 2009-5 on September 17, 2009 entitled "A Declaring Resolution of the Warrick County Redevelopment Commission Amending the Epworth Road Corridor Economic Development Plan To Add A Project", and

WHEREAS, the Commission desires to amend and restate Resolution No. 2009-5 in its entirety in order to amend the Second Amended and Restated Plan to provide for the development of an area north of State Road 66 ("Project 4") and delete any reference to the development of a "Medical District", a copy of which amended and restated description of Project 4 is set forth in Exhibit A and attached hereto (the "Second Amendment"); and

WHEREAS, the Second Amendment and supporting data was reviewed and considered at this meeting; and

WHEREAS, it would be of public utility and benefit and in the best interest of the District and the citizens of the County to adopt the Second Amendment; and

WHEREAS, the Second Amendment promotes significant opportunities for gainful employment of the citizens of the County; and

WHEREAS, the Second Amendment conforms to the development and redevelopment plans for the County.

NOW, THEREFORE, BE IT RESOLVED by the Warrick County Redevelopment Commission, governing body of the Warrick County Department of Redevelopment, as follows:

Section 1. The Commission hereby finds and determines that the Second Amendment is reasonable and appropriate when considered in relation to the Second Amended and Restated Plan, as amended by the First Amendment.

Section 2. The Second Amendment promotes significant opportunity for gainful employment, attracts new business enterprises to the County, and retains or expands business enterprises existing within the boundaries of the County, and meets other purposes of Section 2.5, 41, and 43 of the Act, including without limitation benefiting public health, safety, and welfare, increasing the economic wellbeing of the County and the State of Indiana (the "State"), and serving to protect and increase property values in the County and the State.

Section 3. The Second Amendment cannot be achieved by regulatory process or by the ordinary operation of private enterprise without resort of the powers allocated under Section 2.5, 41, and 43 of the Act because of the lack of local public improvements, existence of improvements or conditions that lower the value of the land below that of nearby land, multiple owners of the land, and other similar conditions, including without limitation the cost of projects contemplated by the Second Amendment to the Second Amended and Restated Plan and the necessity for requiring the proper use of land so as to best serve the interest of the County and its citizens.

Section 4. The public health and welfare will be benefitted by accomplishment of the Second Amendment.

Section 5. The accomplishment of the Second Amendment will be a public utility and benefit as measured by the attraction or retention of permanent jobs, an increase of property tax base, improved diversity of economic base and other similar public benefits.

Section 6. The Second Amendment conforms to other development and redevelopment plans for the County.

Section 7. In support of the findings and determinations set forth in Section 1 through 6 above, the Commission hereby adopts the specific findings set forth in the Second Amendment.

Section 8. The Second Amendment does not at this time recommend acquisition of real property, including right-of-way or easements, by the Commission, but in the event it is determined that the Commission will acquire right-of-way, easements or other real property, the Commission will comply in all respects with Section 19 of the Act.

Section 9. The Second Amendment is hereby approved and confirmed in all respects and the Secretary of the Commission is hereby directed to file a copy of the Second Amendment with the minutes of this meeting.

Section 10. The plans and estimates for completion of the Second Amendment have been considered by the Commission and are hereby approved and adopted as the plans and estimates for the completion of the Second Amendment.

Section 11. The provisions of this Resolution shall be subject in all respect to the Act and all the amendments thereto.

Section 12. This Resolution, together with any supporting data and together with the Second Amendment to the Second Amended and Restated Plan, shall be submitted to the Plan Commission and upon approval of the Plan Commission, to the Board of Commissioners of the County of Warrick, Indiana, as provided in the Act, and upon approval of the Board of Commissioners of the County of Warrick, Indiana shall be submitted to a public hearing and remonstrates as provided by the Act, after public notice as required by the Act.

Section 13. Resolution No. 2009-5 is hereby amended and restated by this Resolution and Resolution No. 2009-5 is hereby void and of no further effect.

Section 14. The Resolution shall be in full force and effect after its passage.

Adopted this 15th day of October, 2009.

Warrick County Redevelopment Commission


President

Tony Abbott
Vice President

AB Dugan
Secretary

James R Miller
Member

Member

Member

Member

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Exhibit A

The Second Amended and Restated Plan, as amended, is hereby further amended by and adding the following to the end of the proposed projects described under the heading "Descriptions of Proposed Projects":

Project 4.

The Commission proposes to pay costs, including but not limited to traffic study, and engineering, in order to develop an area north of State Road 66 from the Warrick County Line east to Libbert Road, which will include roads and other necessary infrastructure. The Commission also proposes to reimburse costs of the County in acquiring right-of-way, if any, and construction of actual roads and infrastructure within the area. The proposed location of roads and infrastructure is unknown at this time and is subject to studies and review to determine most appropriate location as well as priority of construction. The estimated total cost of Project 4 shall be in the range of One Million Dollars to Twenty Million Dollars. It is currently anticipated that Project 4 will be financed by tax increment revenues generated in the Epworth Road Corridor Allocation Area, other revenues made available to the Commission for such purposes, and/or bonds or other obligations payable from such tax increment revenues or other available revenues.

RESOLUTION NO. 2009 - 14

**RESOLUTION OF THE WARRICK COUNTY AREA PLAN COMMISSION
APPROVING A RESOLUTION OF THE WARRICK COUNTY
REDEVELOPMENT COMMISSION AMENDING THE
SECOND AMENDED AND RESTATED EPWORTH ROAD CORRIDOR
ECONOMIC DEVELOPMENT PLAN**

WHEREAS, the Warrick County Area Plan Commission (the "Plan Commission") is the body charged with the duty of developing the general plan of development for Warrick County, Indiana (the "Comprehensive Plan"); and

WHEREAS, the Warrick County Redevelopment Commission (the "Commission"), the governing body of the Warrick County Department of Redevelopment, on September 17, 2009, approved and adopted its Resolution No. 2009 - 5 entitled "A Declaring Resolution of the Warrick County Redevelopment Commission Amending the Epworth Road Corridor Economic Development Plan to Add a Project" (the "Original Amending Resolution"); and

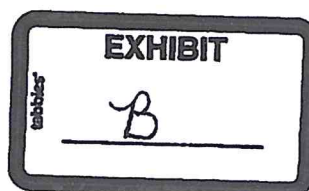
WHEREAS, the Commission, on October 15, 2009, approved and adopted its Resolution No. 2009-7 entitled "Amended and Restated Declaring Resolution of the Warrick County Redevelopment Commission Amending the Epworth Road Corridor Economic Development Plan to Add a Project" amending and restating the Original Amending Resolution in order to remove any reference to the development of a "Medical District" (the "Amending Resolution"), a copy of which is attached hereto as Exhibit A; and

WHEREAS, the Amending Resolution adopts and approves a Second Amendment to the Epworth Road Corridor Economic Development Plan entitled "Second Amended and Restated Economic Development Plan, Warrick County Economic Development Area, Epworth Road Corridor" (the "Amended Plan") in order to add Project 4 to the Amended Plan; and

WHEREAS, the Commission has submitted the Amending Resolution to the Plan Commission for approval pursuant to the provisions of I.C. § 36-7-14-16 (the "Act"), which Amending Resolution is attached hereto and made a part hereof; and

WHEREAS, pursuant to the provisions of the Act the Plan Commission desires to issue its written order determining that the Amending Resolution conforms to the plans of development for Warrick County and to approve the Amending Resolution.

NOW, THEREFORE, BE IT RESOLVED, by the Warrick County Plan Commission as follows:



1. The Amending Resolution and the Second Amendment to the Amended Plan conform to the Comprehensive Plan for Warrick County.

2. The Amending Resolution of the Commission, adopting and approving the Second Amendment to the Amended Plan, is in all respects approved, ratified, and confirmed.

3. The Plan Commission finds that the Amending Resolution may call for acquisition of parcels property, but it is unknown at this time, and if such occurs, finds that adequate arrangements have been made to compensate all land owners for any acquisition that may occur.

4. This Resolution hereby constitutes the written order of the Plan Commission approving the Amending Resolution pursuant to the Act.

5. The Secretary is hereby directed to file a copy of the Amending Resolution with the minutes of this meeting.

PASSED, ISSUED, AND APPROVED by the Warrick County Area Plan Commission this 19th day of October, 2009.

Warrick County Area Plan Commission

By: _____

Its: _____

ATTEST:

Sherri Rector
Sherri Rector, Executive Director

RESOLUTION NO. 2009 - 7

**AMENDED AND RESTATED
DECLARING RESOLUTION OF THE WARRICK COUNTY
REDEVELOPMENT COMMISSION AMENDING THE EPWORTH ROAD
CORRIDOR ECONOMIC DEVELOPMENT PLAN TO ADD A PROJECT**

WHEREAS, the Warrick County Redevelopment Commission (the "Commission"), the governing body of the Warrick County Department of Redevelopment, exists and operates pursuant to Indiana Code §§ 36-7-14-1 *et seq.*, as amended from time to time (the "Act"); and

WHEREAS, pursuant to Resolution No. 2004-1, adopted on February 19, 2004, as confirmed by Resolution No. 2004-3, adopted on May 20, 2004 (collectively, the "Original Resolution"), the Commission has declared certain real estate in the Warrick County Redevelopment District (the "District"), known as the Warrick County Economic Development Area Epworth Road Corridor Area (the "Original Area"), to be an Economic Development Area and established a coterminous "allocation area" within the meaning of Section 39 of the Act; and

WHEREAS, pursuant to the Original Resolution, the Commission has adopted an Economic Development Plan for the Original Area (the "Original Plan"), the purpose of which is to benefit the public health and welfare of the citizens of the County of Warrick, Indiana (the "County"); and

WHEREAS, pursuant to Resolution No. 2004-9, adopted on September 16, 2004, the Commission approved and adopted an Amended and Restated Economic Development Plan for the Original Area (the "Amended and Restated Plan"), the purpose of which is to reimburse the costs of improvements to the sewer system owned and operated by the Town of Newburgh, Indiana, which serves the Original Area; and

WHEREAS, pursuant to Resolution No. 2005-8, adopted June 16, 2005, the Commission approved and adopted an amendment to the Amended and Restated Plan (the "First Amendment to the Amended and Restated Plan"), the purpose of which is to provide for the payment of engineering, surveying, and other preliminary costs related to the possible widening of Oak Grove Road between Epworth Road and the Warrick/Vanderburgh County line, which serves the Original Area; and

WHEREAS, pursuant to Resolution No. 2005-7, adopted November 17, 2005, the Commission approved and adopted a second amendment to the Amended and Restated Plan (the "Second Amendment to the Amended and

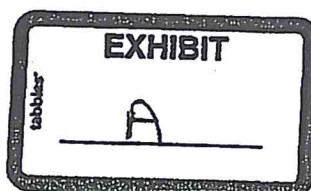


Exhibit B
page 3 of 8

Restated Plan"), the purpose of which was to expand the Original Area (the "First Expansion Area") by an amount not more than 20% of the Original Area (the Original Area and the First Expansion Area collectively shall hereinafter be referred to as the "Area") and designated the First Expansion Area an "allocation area" within the meaning of Section 39 of the Act; and

WHEREAS, pursuant to Resolution No. 2007-03, adopted on February 15, 2007, as confirmed by Resolution No. 2007-4, adopted on April 19, 2007, the Commission approved and adopted a Second Amended and Restated Economic Development Plan (the "Second Amended and Restated Plan"), the purpose of which is to expand the Area ("Second Expansion Area") by an amount more than twenty percent (20%) of the Area (the Area and Second Expansion Area collectively shall hereinafter be referred to as the "Area") and designated the Second Expansion Area an "allocation area" within the meaning of Section 39 of the Act, and further amending by adding certain projects thereto, including the expansion of Vann Road west to Epworth Road and the expansion of Grimm Road north to Oak Grove Road (collectively, "Project 1") and improvements to the Town of Chandler, Indiana water system consisting of a seven hundred fifty thousand (750,000) gallon pedestal water tower ("Project 2"); and

WHEREAS, pursuant to Resolution No. 2008-09, adopted on May 15, 2008, the Commission approved and adopted an amendment to the Second Amended and Restated Plan, the purpose of which was to add Project 3 to the Second Amended and Restated Plan ("First Amendment"); and

WHEREAS, the Commission adopted Resolution No. 2009-5 on September 17, 2009 entitled "A Declaring Resolution of the Warrick County Redevelopment Commission Amending the Epworth Road Corridor Economic Development Plan To Add A Project", and

WHEREAS, the Commission desires to amend and restate Resolution No. 2009-5 in its entirety in order to amend the Second Amended and Restated Plan to provide for the development of an area north of State Road 66 ("Project 4") and delete any reference to the development of a "Medical District", a copy of which amended and restated description of Project 4 is set forth in Exhibit A and attached hereto (the "Second Amendment"); and

WHEREAS, the Second Amendment and supporting data was reviewed and considered at this meeting; and

WHEREAS, it would be of public utility and benefit and in the best interest of the District and the citizens of the County to adopt the Second Amendment; and

WHEREAS, the Second Amendment promotes significant opportunities for gainful employment of the citizens of the County; and

WHEREAS, the Second Amendment conforms to the development and redevelopment plans for the County.

NOW, THEREFORE, BE IT RESOLVED by the Warrick County Redevelopment Commission, governing body of the Warrick County Department of Redevelopment, as follows:

Section 1. The Commission hereby finds and determines that the Second Amendment is reasonable and appropriate when considered in relation to the Second Amended and Restated Plan, as amended by the First Amendment.

Section 2. The Second Amendment promotes significant opportunity for gainful employment, attracts new business enterprises to the County, and retains or expands business enterprises existing within the boundaries of the County, and meets other purposes of Section 2.5, 41, and 43 of the Act, including without limitation benefiting public health, safety, and welfare, increasing the economic wellbeing of the County and the State of Indiana (the "State"), and serving to protect and increase property values in the County and the State.

Section 3. The Second Amendment cannot be achieved by regulatory process or by the ordinary operation of private enterprise without resort of the powers allocated under Section 2.5, 41, and 43 of the Act because of the lack of local public improvements, existence of improvements or conditions that lower the value of the land below that of nearby land, multiple owners of the land, and other similar conditions, including without limitation the cost of projects contemplated by the Second Amendment to the Second Amended and Restated Plan and the necessity for requiring the proper use of land so as to best serve the interest of the County and its citizens.

Section 4. The public health and welfare will be benefitted by accomplishment of the Second Amendment.

Section 5. The accomplishment of the Second Amendment will be a public utility and benefit as measured by the attraction or retention of permanent jobs, an increase of property tax base, improved diversity of economic base and other similar public benefits.

Section 6. The Second Amendment conforms to other development and redevelopment plans for the County.

Section 7. In support of the findings and determinations set forth in Section 1 through 6 above, the Commission hereby adopts the specific findings set forth in the Second Amendment.

Section 8. The Second Amendment does not at this time recommend acquisition of real property, including right-of-way or easements, by the Commission, but in the event it is determined that the Commission will acquire right-of-way, easements or other real property, the Commission will comply in all respects with Section 19 of the Act.

Section 9. The Second Amendment is hereby approved and confirmed in all respects and the Secretary of the Commission is hereby directed to file a copy of the Second Amendment with the minutes of this meeting.

Section 10. The plans and estimates for completion of the Second Amendment have been considered by the Commission and are hereby approved and adopted as the plans and estimates for the completion of the Second Amendment.

Section 11. The provisions of this Resolution shall be subject in all respect to the Act and all the amendments thereto.

Section 12. This Resolution, together with any supporting data and together with the Second Amendment to the Second Amended and Restated Plan, shall be submitted to the Plan Commission and upon approval of the Plan Commission, to the Board of Commissioners of the County of Warrick, Indiana, as provided in the Act, and upon approval of the Board of Commissioners of the County of Warrick, Indiana shall be submitted to a public hearing and remonstrates as provided by the Act, after public notice as required by the Act.

Section 13. Resolution No. 2009-5 is hereby amended and restated by this Resolution and Resolution No. 2009-5 is hereby void and of no further effect.

Section 14. The Resolution shall be in full force and effect after its passage.

Adopted this 15th day of October, 2009.

Warrick County Redevelopment Commission



President

Tony Ahlert
Vice President

AB Dugan
Secretary

James R Miller
Member

Member

Member

Member

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Exhibit A

The Second Amended and Restated Plan, as amended, is hereby further amended by and adding the following to the end of the proposed projects described under the heading "Descriptions of Proposed Projects":

Project 4.

The Commission proposes to pay costs, including but not limited to traffic study, and engineering, in order to develop an area north of State Road 66 from the Warrick County Line east to Libbert Road, which will include roads and other necessary infrastructure. The Commission also proposes to reimburse costs of the County in acquiring right-of-way, if any, and construction of actual roads and infrastructure within the area. The proposed location of roads and infrastructure is unknown at this time and is subject to studies and review to determine most appropriate location as well as priority of construction. The estimated total cost of Project 4 shall be in the range of One Million Dollars to Twenty Million Dollars. It is currently anticipated that Project 4 will be financed by tax increment revenues generated in the Epworth Road Corridor Allocation Area, other revenues made available to the Commission for such purposes, and/or bonds or other obligations payable from such tax increment revenues or other available revenues.
